

UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA

Northern Lakes Data Corp., and
Ashok Sinha,

Plaintiff ,

Court File No. 11-cv-1755-JRT/LIB

Judge John R. Tunheim
Magistrate Judge Leo Brisbois

vs.

Telvent GIT, S.A.;
Telvent USA Corporation;
BancPass, Inc.; and Glenn Deitiker,
Individually and as an officer and
Representative of Telvent USA
Corporation, and Telvent GIT, S.A.,

**AFFIDAVIT OF
STEPHEN C. RATHKE**

Defendants.

Stephen C. Rathke, after being first duly sworn, on oath, states as follows:

1. Affiant is an attorney licensed to practice law in the State of Minnesota and in the Federal District of Minnesota, and one of the attorneys representing Defendant Telvent USA Corporation in the above matter. This Affidavit is made in support of Defendant Telvent USA Corporation's Motion to Dismiss Plaintiff's Complaint.
2. Exhibit 1 is a true copy of Asset Purchase Agreement Between Northern Lakes Data Corp. and Telvent Farradyne, Inc. effective as of January 30, 2009.
3. Exhibit 2 is a true copy of a Consulting Services Agreement dated January 30, 2009.

4. Exhibit 3 is a true copy of a letter from Telvent to Ashok Sinha, dated February 1, 2009.

FURTHER YOUR AFFIANT SAITH NOT.

s/Stephen C. Rathke
Stephen C. Rathke

Subscribed and sworn to before
me this 29th day of July, 2011.

s/ Joyce K. Dominique
Notary Public
My Commission Expires 1/31/2015